

## BEFORE

**THE PUBLIC SERVICE COMMISSION OF  
SOUTH CAROLINA**

**DOCKET NO. 1985-150-C, 1997-444-C, and 2004-336-C**

Notice of Conversion of Securus )  
Technologies, Inc. to )  
Securus Technologies, LLC )

**NOTICE OF CONVERSION OF SECURUS TECHNOLOGIES, INC. TO  
SECURUS TECHNOLOGIES, LLC**

Securus Technologies, Inc. (“Securus” or “Company”) respectfully informs the Public Service Commission of South Carolina (“Commission”) that it will elect to become a limited liability company effective on December 31, 2019. Securus is a corporation organized under Delaware law. In South Carolina, Securus holds certificates of public convenience and necessity authorizing it to provide inmate telecommunications services, and the Company is actively operating on a daily basis in South Carolina under its certificates and pursuant to its approved tariff on file with the Commission. The conversion from a corporation to a limited liability company is being accomplished for tax purposes and thus will not result in any change in officers, management, rates, charges, services, and the like. Moreover, and importantly, Securus’s customers will not be affected by its conversion to a limited liability company, as the conversion will not impact the Company’s provision of services or the billing for same and thus will be seamless to customers.

Delaware law allows corporations to elect to convert to limited liability companies and provides that upon conversion, the LLC “shall, for all purposes of the laws of the State of

Delaware, be deemed to be the same entity as the corporation.”<sup>1</sup> Accordingly, Securus respectfully requests that the Commission update its files and records reflecting that all of Securus’s rights, interests, privileges, property, franchises, certificates, and powers on an after December 31, 2019, shall be invested in and possessed by Securus Technologies, LLC. Moreover, when the conversion becomes effective, Securus Technologies, LLC will become responsible and liable for all the liabilities and obligations of Securus.<sup>2</sup> To the extent that Securus is subject to any Commission rules, regulations, and orders as of the effective date of this conversion, Securus Technologies, LLC will be subject to those same rules, regulations, and orders and will comply with all said rules, regulations, and orders, including Commission Order No. 2017-53, dated January 31, 2017, which requires Securus to maintain on file a current price list and to file an updated price list as changes are made.

Finally, and as previously stated, this conversion will be seamless to customers. It will not affect the prices, terms, or conditions under which Securus provides services to its South Carolina customers, and it will not affect the services provided to those customers. The same personnel who managed these services immediately before the conversion will manage them immediately after the conversion, and the same network that provided the services immediately before the conversion will provide those services immediately after the conversion. Further, the address of Securus and the company contact information on file with the Commission will be the same for Securus

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<sup>1</sup> 8 Del. C. Sec. 266(h); see 18 Del. C. Sec. 214(g)

<sup>2</sup> South Carolina law provides for Commission approval of the sale, transfer, lease, consolidation, or merger of a telephone utility’s “property, powers, franchises, or privileges.” S.C. Code Ann. §58-9-310. As explained above, however, none of Securus’s property, powers, franchises, or privileges is deemed to have been conveyed, transferred, or assigned for any purpose by reason of this conversion. 8 Del. C. Sec. 266(h). Moreover, the conversion does not constitute a dissolution of Securus. Instead, Securus Technologies, LLC “shall, for all purposes . . . be deemed to be the same entity as [Securus].” S.C. Code Ann. § 58-9-310. Therefore, there is no Commission approval required under South Carolina law with regard to this conversion.

Technologies, LLC.

WHEREFORE, and while formal approval from the Commission is not required under South Carolina law, the Company respectfully requests that:

(1) this Notice of Conversion be accepted for filing and that receipt be acknowledged;

(2) the attached Revised Cover Sheet be substituted for the original cover sheet to the Company's existing Inmate Telecommunications Services Tariff;

(3) the Commission's files be updated to reflect this conversion and that, effective on and after December 31, 2019, all rights, interests, privileges, property, franchises, certificates, and powers of Securus Technologies, Inc. shall be held in the name of Securus Technologies, LLC;

(4) given that the provision of services and pricing therefor will not be affected, Securus believes that no notice to customers is required under South Carolina law, but if there is disagreement with Securus's interpretation of South Carolina law, Securus respectfully requests that any notice requirement be waived; and

(5) any other action that the Commission may deem to be appropriate to be taken to reflect this conversion in and among the Commission's files and records.

*[signature page follows]*

Respectfully submitted this 15<sup>th</sup> day of November, 2019.

s/ Mitchell Willoughby

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INMATE TELECOMMUNICATIONS SERVICES TARIFF

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*SECURUS TECHNOLOGIES, LLC*

SCHEDULE OF RATES, CHARGES AND REGULATIONS

APPLYING TO INMATE

TELECOMMUNICATIONS SERVICES

WITHIN THE STATE OF SOUTH CAROLINA

[This Revised Cover Sheet is issued to reflect the conversion of Securus Technologies, Inc. to Securus Technologies, LLC under Delaware law effective on and after December 31, 2019. No other changes to this tariff is made as a result of this conversion.]

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Issued: November \_\_, 2019

Effective: December 31, 2019

By: Michael S. J. Lozich  
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